

FILED

DEC - 5 2006

RICHARD W. WIEKING  
CLERK, U.S. DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA

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*Lead Counsel for the Settlement Class*

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA

In Re QUINTUS SECURITIES  
LITIGATION

Master File No.: C-00-4263 VRW

CLASS ACTION

THIS DOCUMENT RELATES TO:

All Actions

  
**[PROPOSED] ORDER FOR  
REIMBURSEMENT OF ATTORNEYS'  
FEES AND EXPENSES**

1 This matter having come before the Court on December 5, 2006, on the application of  
 2 Lead Counsel for the plaintiffs for an award of attorneys' fees and reimbursement of expenses  
 3 incurred in the Litigation, and the Court, having considered all papers filed and proceedings  
 4 conducted herein, having found the Settlement of this action to be fair, reasonable and adequate  
 5 and otherwise being fully informed in the premises and good cause appearing therefor,

6 IT IS HEREBY ORDERED, ADJUDGED AND DECREED that:

7 1. All of the capitalized terms used herein shall have the same meaning as set forth  
 8 in the Stipulation of Settlement filed on or about October 28, 2005 (the "Stipulation"), unless  
 9 otherwise defined.

10 2. This Court has jurisdiction over the subject matter of this application and all  
 11 matters relating thereto, including all Members of the Settlement Class who have not timely and  
 12 validly requested exclusion.

13 3. The Court hereby awards plaintiffs' Lead Counsel attorneys' fees in the amount of  
 14 \$817,500 and reimbursement of litigation expenses in the amount of \$150,000 pursuant to the  
 15 bid matrix approved by this Court in *In re Quintus Sec. Litig.*, 148 F. Supp. 2d 967 (N.D. Cal.  
 16 2001) and preliminarily approved in this Court's July 7, 2006 Order granting preliminary  
 17 settlement approval, plus reimbursement for fees and expenses incurred for Bankruptcy Counsel  
 18 retained by Lead Counsel to represent and protect the interests of the Settlement Class, in the  
 19 amount of \$162,478.40, all amounts together with interest earned thereon for the same time  
 20 period and at the same rate as that earned on the Settlement Fund until paid.

21 4. An award of \$817,500 in attorneys' fees is appropriate in this case in light of this  
 22 Court's Order in *In re Quintus Secs. Litig.*, 148 F. Supp. 2d 967, the complex issues presented by  
 23 this Litigation; the heightened pleading requirements imposed by the Private Securities Litigation  
 24 Reform Act of 1995, as interpreted by the United States Court of Appeals for the Ninth Circuit in  
 25 *In re Silicon Graphics Sec. Litig.*, 183 F.3d 970 (9<sup>th</sup> Cir.), *reh'g. en banc denied*, 195 F.3d 521  
 26 (1999); the fact that Lead Counsel took this case on an entirely contingent basis; the benefit  
 27 conferred on the Settlement Class as a result of counsel's efforts; the risks undertaken; the quality  
 28 of the services performed; the duration and extent of the Litigation; the extensive investigation

undertaken; the lengthy settlement negotiations conducted by Lead Counsel; the risk that the Defendants may not be able to pay a judgment at some future date; and the fact that there were no objections to the Settlement or to plaintiffs' request for attorney's fees and expenses, including reimbursement for Bankruptcy Counsel's fees.

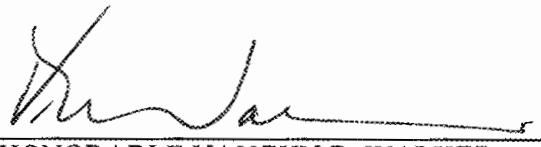
5. The fees and expenses shall be allocated among plaintiffs' counsel by Weiss & Lurie, Lead Counsel, in a manner which, in Lead Counsel's good-faith judgment, reflects each such plaintiffs' counsel's contribution to the institution, prosecution and resolution of the Litigation.

6. The awarded attorneys' fees and expenses and interest earned thereon, shall be paid to Lead Counsel within three (3) days after the date this Order is signed subject to the terms, conditions and obligations of the Stipulation which terms, conditions and obligations are incorporated herein.

7. Lead Plaintiff Roman Reznik, in reimbursement for his time and effort in aiding the prosecution of this case, shall also be awarded, out of the Settlement Fund, \$12,000.

IT IS SO ORDERED.

DATED: X 5 DEC 2006

  
HONORABLE VAUGHN R. WALKER  
UNITED STATES DISTRICT COURT JUDGE

Respectfully Submitted by:

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